

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

IN RE PORK ANTITRUST
LITIGATION

Case No. 0:18-cv-01776 (JRT-HB)

**DECLARATION OF SHANA E.
SCARLETT IN SUPPORT OF
CONSUMER INDIRECT
PURCHASER PLAINTIFFS'
MOTION FOR CLASS
CERTIFICATION**

This Document Relates to:

All Consumer Indirect Purchaser Actions

I, Shana E. Scarlett, state under oath, as follows:

1. I am a partner at Hagens Berman Sobol Shapiro LLP. I am admitted to this Court *pro hac vice*, and am one of the Interim Co-Lead Counsel (along with Gustafson Gluek PLLC) for the Consumer Indirect Purchaser Plaintiffs appointed by the Court to represent the Consumer Indirect Class in this litigation. I submit this declaration is support of the Consumer Indirect Purchaser Plaintiffs' Motion for Class Certification. I have full knowledge of the matters stated herein and would testify to these facts if called upon.

2. Attached hereto are true and correct copies of the following exhibits:

Exhibit	Description
1.	CLMNS-0000030331
2.	TF-P-000159370
3.	TF-P-000179765
4.	SBF0184924
5.	HFC-PORKAT0000045312
6.	TF-P-000642082
7.	CLMNS-0000646890
8.	AGSTAT-P-0000019809
9.	AGSTAT-P-0000019810
10.	TF-P-000318770
11.	TF-P-000466138

12.	TF-P-000105985
13.	TF-P-000529625
14.	AGSTAT-P-0003426785
15.	AGSTAT-P-0003415484
16.	Deposition of Stacey Edwards (Jan. 25, 2022)
17.	TF-P-000047827
18.	TF-P-000304468
19.	AGSTAT-P-0000019993
20.	Deposition of Joshua Rennells (Feb. 24, 2022)
21.	SMITHFIELD00548308
22.	TF-P-000515626
23.	AGSTAT-P-0003415121
24.	AGSTAT-P-0002613526
25.	AGSTAT-P-0003472186
26.	AGSTAT-P-0002620972
27.	AGSTAT-P-0002861140
28.	SBF0088112
29.	Deposition of Damon Dale Ginther (Dec. 7, 2021)
30.	Deposition of Mark Copa (Jan. 27, 2022)
31.	SMITHFIELD00663101
32.	HFC-PORKAT0000019130

33.	AGSTAT-P-0002620767
34.	CLMNS-0000529020
35.	SMITHFIELD01071523
36.	TF-P-000527381
37.	AGSTAT-P-0002621454
38.	TF-P-000210990
39.	TF-P-000210991
40.	TF-P-001063041
41.	TF-P-001063042
42.	TF-P-001007930
43.	SMITHFIELD01095551
44.	SMITHFIELD01286583
45.	SMITHFIELD00705612
46.	CLMNS-0000298048
47.	HFC-PORKAT0000115867
48.	TF-P-000746325
49.	SBF0375666
50.	Deposition of Kenneth M. Grannas, Jr. (Dec. 17, 2021)
51.	Deposition of Corwyn “Cory” Bollum (Dec. 1, 2021)
52.	HFC-PORKAT0000356426
53.	AGSTAT-P-0002819700

54.	TF-P-000173720
55.	SMITHFIELD00703508
56.	JBS-PORK-00645017
57.	SMITHFIELD01357914
58.	TF-P-000314709
59.	TF-P-000100077
60.	TF-P-000257671
61.	TF-P-000316394
62.	TF-P-000538548
63.	TF-P-000212871
64.	TF-P-000213274
65.	TF-P-000304473
66.	TF-P-000051236
67.	TF-P-1718780
68.	SBF0459030
69.	TRI0000049900
70.	TRI0000433907
71.	CLMNS-0000670325
72.	JBS-PORK-01389262
73.	JBS-PORK-00734271
74.	TF-P-000986521

75.	TF-P-000329939
76.	TF-P-000368308
77.	TF-P-000408067
78.	TF-P-000445553
79.	TF-P-000475538
80.	TF-P-000231541
81.	TF-P-000231539
82.	TF-P-000220755
83.	TF-P-000205959
84.	TF-P-000102225
85.	TF-P-000218761
86.	TF-P-000275993
87.	TF-P-000642134
88.	CLMNS-0000036566
89.	HFC-PORKAT0000013693
90.	SBF0371672
91.	SBF0428074
92.	AGSTAT-P-0002819815
93.	JBS-PORK-00010573
94.	TRI0000037014
95.	TRI0000045857

96.	AGSTAT-P-0002793502
97.	AGSTAT-P-0002802244
98.	Deposition of Paul Peil (Dec. 9, 2021)
99.	AGSTAT-P-0002802467
100.	TF-P-000096312
101.	TF-P-000205960
102.	TF-P-000054715
103.	TF-P-000172958
104.	CLMNS-0000579006
105.	CLMNS-0000036455
106.	CLMNS-0000669589
107.	CLMNS-0000119051
108.	SBF0149705
109.	HFC-PORKAT0000272375
110.	AGSTAT-P-0002818528
111.	SBF0312990
112.	SBF0351271
113.	SBF0125785
114.	SBF0088132
115.	Deposition of Daniel Groff (Dec. 15, 2021)
116.	SMITHFIELD00832270

117.	Deposition of Dhamu Thamodaran, PH.D. (Mar. 23, 2022)
118.	SMITHFIELD00321244
119.	HFC-PORKAT0000202139
120.	TF-P-000070892
121.	TF-P-000817306
122.	SMITHFIELD00898940
123.	TF-P-000128650
124.	TF-P-000036749
125.	TF-P-000641160
126.	TF-P-000198549
127.	TF-P-000681324
128.	Deposition of Brian Taphorn (Jan. 25, 2022)
129.	Deposition of Robert Moore (Dec. 21, 2021)
130.	TF-P-000172956
131.	TF-P-002121994
132.	HFC-PORKAT0000032620
133.	JBS-PORK-00259786
134.	Deposition of Melvin Davis (Dec. 16, 2021)
135.	TRI0000313243
136.	US Foods 10-K, available at http://d18rn0p25nwr6d.cloudfront.net/CIK-0001665918/6fbc7b79-2de4-43a1-b358-a1bde8ad905d

137.	Sysco 10-K, available at https://content.edgar-online.com/ExternalLink/EDGAR/0000096021-18-000126.html?hash=c06c203b8996e8903882ee96ec0acb4cba52ea8a68d73d1978aa3319779edeb9&dest=EXHIBIT1027AMENDMENTTOMSP_HTM#EXHIBIT1027AMENDMENTTOMSP_HTM
138.	Deposition of Steve Meyer, Ph.D. (Apr. 26, 2022)
139.	KERNS00250162
140.	Kroger Earnings Call Tr., available at https://seekingalpha.com/article/239801-kroger-co-ceo-discusses-q3-2010-earnings-call-transcript
141.	Supervalu July 26, 2011 Earnings Call, available at https://seekingalpha.com/article/281873-supervalus-ceo-discusses-q1-2012-results-earnings-call-transcript
142.	CLMNS-0000081357
143.	TF-P-000655793
144.	SMITHFIELD00903091
145.	TF-P-001303751
146.	SMITHFIELD02229056
147.	HFC-PORKAT0000372974
148.	CLMNS-0000051029
149.	TF-P-001131638
150.	Firm Resume for Hagens Berman Sobol Shapiro LLP
151.	Firm Resume for Gustafson Gluek PLLC

I certify under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

DATED: May 2, 2022

/s/ Shana E. Scarlett
SHANA E. SCARLETT